

Section 1-101(u), 1-301(a), 3-102(a), 3-105(a),  
3-108(a), 3-109(a), 3-109(c), 3-111(b),  
3-112(a), 3-112(b), 3-113(b), 3-114(b),  
3-114(d), and 3-114(e)  
Annotated Code of Maryland  
(1975 Volume and 1977 Supplement)

SECTION 1. BE IT ENACTED BY THE GENERAL ASSEMBLY OF MARYLAND, That section(s) of the Annotated Code of Maryland be repealed, amended, or enacted to read as follows:

Article - Corporations and Associations

1-101.

(u) "Successor" means:

- (1) A new corporation formed by consolidation;
- (2) A corporation OR OTHER ENTITY surviving a merger;
- (3) A corporation acquiring stock in a share exchange; or
- (4) A vendee, lessee, or other transferee in a transfer of assets.

1-301.

(a) Articles supplementary and articles of amendment, restatement, restatement and amendment, reduction, reduction and amendment, consolidation, merger, share exchange, transfer, and extension and, except as provided in § 3-406 (b) of this article, articles of dissolution shall be executed as follows:

(1) They shall be signed and acknowledged for each corporation party to the articles by its president or one of its vice-presidents;

(2) They shall be witnessed or attested by the secretary or an assistant secretary of each corporation party to the articles; [and]

(3) THEY SHALL BE SIGNED AND ACKNOWLEDGED FOR EACH OTHER ENTITY PARTY TO THE ARTICLES BY A MAJORITY OF THE ENTIRE BOARD OF TRUSTEES OR OTHER GOVERNING BODY; AND

[ (3) ] (4) Except as provided in subsection (b) of this section, the matters and facts set forth in the articles with respect to authorization and approval shall be verified under oath as follows:

(i) With respect to any Maryland corporation party to the articles, by the chairman or the secretary of the meeting at which the articles or